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Attorneys for Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

PACIFIC GAS AND ELECTRIC COMPANY,

Debtors.

- Affects PG&E Corporation
 - Affects Pacific Gas and Electric Company
 - Affects both Debtors

** All papers shall be filed in the lead case,
No. 19-30088 (DM)*

Bankruptcy Case No. 19-30088 (DM)
Chapter 11
(Lead Case)
(Jointly Administered)

**SECOND STIPULATION BETWEEN THE
DEBTORS AND THE FEDERAL
AGENCIES EXTENDING TIME TO FILE
MOTION PURSUANT TO FED. R.
BANKR. P. 3018(a) AND AMENDING
AMENDED ORDER ESTABLISHING
SCHEDULE FOR DISCLOSURE
STATEMENT APPROVAL AND PLAN
CONFIRMATION**

Re: Dkt. No. 5732

[No Hearing Requested]

1 This stipulation and agreement for order (“**Stipulation and Agreement for Order**”) is
2 entered into by PG&E Corporation and Pacific Gas and Electric Company, as debtors and
3 debtors in possession (collectively, the “**Debtors**”) in the above-captioned chapter 11 cases (the
4 “**Chapter 11 Cases**”), and the United States of America, through the Department of Justice, on
5 behalf of the Department of Homeland Security, Federal Emergency Management Agency; the
6 United States Department of Agriculture, United States Forest Service; the United States
7 Department of the Interior, Bureau of Land Management, Bureau of Indian Affairs, Fish and
8 Wildfire Service, and the National Park Service; the United States General Services
9 Administration; the United States Department of Housing and Urban Development; and the
10 United States Small Business Administration (collectively, the “**Federal Agencies**”). The
11 Debtors and the Federal Agencies are referred to in this Stipulation and Agreement for Order
12 collectively as the “**Parties**,” and each as a “**Party**.**”** The Parties hereby stipulate and agree as
13 follows:

RECITALS

15 A. On February 11, 2020, the United States Bankruptcy Court for the Northern
16 District of California (the “**Bankruptcy Court**”) entered the *Amended Order Establishing*
17 *Schedule for Disclosure Statement Approval and Plan Confirmation* [Docket No. 5732] (the
18 “**Scheduling Order**”)¹, which, among other things, scheduled the deadline for any creditor to
19 file a motion pursuant to Bankruptcy Rule 3018(a) seeking to temporarily allow its Claim or
20 Interest in a different amount for purposes of voting to accept or reject the Plan (the “**3018(a)**
21 **Motion**”) as March 6, 2020, at 4:00 p.m. (Prevailing Pacific Time).

22 B. On March 3, 2020, the Parties entered into the *Stipulation Between the Debtors*
23 *and the Federal Agencies Extending Time to File Motion Pursuant to Fed. R. Bankr. P. 3018(a)*
24 *and Amending Amended Order Establishing Schedule for Disclosure Statement Approval and*

²⁷ ¹ Capitalized terms used but not otherwise herein defined have the meanings ascribed to such terms in the Scheduling Order.

1 *Plan Confirmation (“First Stipulation”)* [Dkt. No. 6026]. An order granting the First
2 Stipulation was entered on March 5, 2020 [Dkt. No. 6112], extending the time for the Federal
3 Agencies to file and serve the 3018(a) Motion through 4:00 p.m. (Prevailing Pacific Time) on
4 March 20, 2020.

5 C. In light of ongoing negotiations between the Parties, the Parties have agreed that
6 the time for the Federal Agencies to file and serve the 3018(a) Motion be continued indefinitely
7 and taken off the Court’s calendar, without prejudice, pending approval of a settlement between
8 the Parties.

9 **NOW, THEREFORE, UPON THE FOREGOING RECITALS, WHICH ARE
10 INCORPORATED AS THOUGH FULLY SET FORTH HEREIN, IT HEREBY IS
11 STIPULATED AND AGREED, BY AND BETWEEN THE PARTIES, THROUGH THE
12 UNDERSIGNED, AND THE PARTIES JOINTLY REQUEST THE COURT TO ORDER,
13 THAT:**

14 1. The time for the Federal Agencies to file and serve the 3018(a) Motion is adjourned
15 indefinitely until such time that either (1) the Court approves a settlement between the Debtors and
16 the Federal Agencies, at which point the matter will be removed from the calendar entirely, or (2)
17 the Court issues a further order with respect to the scheduling of the 3018(a) Motion.

18 2. Except as expressly set forth herein, all other provisions of the Scheduling Order
19 shall remain in full force and effect and shall not be impacted by this Stipulation.

20 3. This Stipulation shall constitute the entire agreement and understanding of the
21 parties relating to the subject matter hereof and shall supersede all prior agreements and
22 understandings relating to the subject matter hereof.

23 4. This Stipulation may be executed in counterparts, each of which shall be deemed
24 an original but all of which together shall constitute one and the same agreement.

25 5. The Bankruptcy Court shall retain jurisdiction to resolve any disputes or
26 controversies arising from this Stipulation.

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Weil, Gotshal & Manges LLP
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Dated: March 16, 2020

WEIL, GOTSHAL & MANGES LLP
KELLER BENVENUTTI KIM LLP

/s/ *Thomas B. Rupp*

Thomas B. Rupp

*Attorneys for Debtors
and Debtors in Possession*

Dated: March 16, 2020

UNITED STATES DEPARTMENT OF
JUSTICE, CIVIL DIVISION

/s/ *Matthew J. Troy*

Matthew J. Troy
Mary Schmergel

Attorneys for the Federal Agencies